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Devon Energy Corporation 20 North Broadway Oklahoma City, Oklahoma 73102-82

Janice A. Dobbs
Corporate Secretary and
Manager, Corporate Governance
Direct: (405) 552-7844

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August 14, 2002

## **VIA HAND DELIVERY**

Securities and Exchange Commission 450 Fifth Street, N.W. Washington, D.C. 20549

OFFICE OF THE SECRETARY
AUG 1 4 2002

RECD S.E.C.

AUG 1 4 2002

Attention: Jonathan G. Katz

Re: Devon Energy Corporation – Statements Under Oath of Principal Executive Officer and Principal Financial Officer

Dear Mr. Katz:

Enclosed on behalf of the Principal Executive Officer and Principal Financial Officer of Devon Energy Corporation pursuant to Order 4-460 of the Securities and Exchange Commission, please find an original and one copy of each of the following documents:

- 1. Statement Under Oath of Principal Executive Officer regarding Facts and Circumstances Relating to Exchange Act Filings; and
- 2. Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.

Please file stamp the enclosed copy of this letter and the enclosed copy of each Statement and return them to the waiting messenger.

Yery truly yours,

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Janice A. Dobbs

**Enclosures** 

## STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILES S.E.C.

I, J. Larry Nichols, state and attest that:

AUG 1 4 2002

- 1) To the best of my knowledge, based upon a review of the covered reports of Devor Energy Corporation and, except as corrected or supplemented in a subsequent covered report:
  - No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - No covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- 2) I have reviewed the contents of this statement with the Company's Audit Committee.
- 3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - The Devon Energy Corporation Annual Report to the Securities and Exchange Commission on Form 10-K for the year ended December 31, 2001;
  - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Devon Energy Corporation filed with the Commission subsequent to the filing of the From 10-K identified above; and

Any amendments to any of the foregoing.

Subscribed and sworn to before me

this 14 day of August, 2002

mee a. Not Janice A. Dobbs,

Notary Public #15187

My commission expire September 25, 20